

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

IN RE: UNITEDHEALTH GROUP
INCORPORATED PSLRA LITIGATION

Master File No. 06-1691 (JMR/FLN)

DECLARATION OF KATIE C. PFEIFER
IN OPPOSITION TO PLAINTIFFS' MOTION FOR LEAVE TO CONDUCT
FURTHER DISCOVERY CONCERNING METADATA PRODUCED BY
DEFENDANT UNITEDHEALTH GROUP [INCORPORATED]

I, KATIE C. PFEIFER, declare as follows:

1. I am an attorney at the law firm of Dorsey & Whitney LLP, attorneys for Defendants UnitedHealth Group Incorporated ("United"), Stephen J. Hemsley, Patrick J. Erlandson, Robert J. Sheehy, William A. Munsell, Tracy L. Bahl, Lois E. Quam, James A. Johnson, Thomas H. Kean, Mary O. Munding, William C. Ballard, Jr., Douglas W. Leatherdale, Gail R. Wilensky, Richard T. Burke, Donna E. Shalala, and Robert L. Ryan. I make this declaration in opposition to Plaintiffs' Motion for Leave to Conduct Further Discovery Concerning Metadata Produced by Defendant UnitedHealth Group [Incorporated].

2. By Order dated March 10, 2008, the Court overruled United's assertion of work product protection as to the "restatement binders relating to 29 option grants" that Matthew Ladegaard, United's Vice President of External Financial Report, testified about in his deposition. United promptly produced the contents of the binders on March 20, 2008. Included in the binders were printouts of metadata information for certain of the documents.

3. United began producing documents to Plaintiffs on September 4, 2007. By the close of discovery on April 1, 2008, United and its counsel had reviewed and produced in excess of 22.3 million pages of documents. Given the size of the production, and the time-consuming nature of such a review, United produced documents on a rolling basis. Over 21.8 million pages of the production occurred prior to the expert disclosure deadline of March 1, 2008.

4. United has produced both electronic documents (such as Word documents) and hard copies of documents (which have been scanned and produced on a disk rather than in paper format). With each electronic document, United has produced numerous metadata fields, to the extent they are available, including file type, file name, source path, date created, date modified or sent, and date accessed or received. The metadata associated with each document was not a hard-copy printout, such as that contained in the restatement binders, but rather a separate electronic load file included with each production. The metadata United has produced is a select set of file system metadata that is considered to be the most reliable, the most consistent across varied applications, and the most frequently referenced.

5. United has been producing metadata with the electronic documents since its first productions in September 2007. Because of the rolling nature of the production, though, some of the electronic documents with attendant metadata, including those corresponding to the 21 Written Actions and CEO Certificates identified by Plaintiffs, were not produced until March 20, 2008.

6. In addition to the five documents identified by Plaintiffs that were produced with corresponding metadata prior to March 1, 2008, see Declaration of Jennifer L. Gmitro, ¶ 2, Plaintiffs also had access to many other electronic documents with corresponding metadata information. Indeed, prior to March 1, 2008, Defendants produced the following electronic versions of CEO Certificates and Written Actions that were included in the restatement binders (which were produced on March 20, 2008):

Version From the Restatement Binders	Type of Document	Electronic Version of Document	Date Electronic Version Produced (With Metadata)
UHGSL40003352	CEO Certificate for October 31, 2005 Grant	UHGSL19068109	October 15, 2007
UHGSL40001834	CEO Certificate for January 17, 2001 Grant	UHGSL19068110	October 15, 2007
UHGSL40002195	CEO Certificate for August 5, 2002 Grant	UHGSL19068111	October 15, 2007
UHGSL40003159	CEO Certificate for May 5, 2005 Grant	UHGSL19068113	October 15, 2007
UHGSL40002331	CEO Certificate for February 12, 2003 Grant	UHGSL19068114	October 15, 2007
UHGSL40002049	CEO Certificate dated March 31, 2002	UHGSL19068117	October 15, 2007
UHGSL40002330	Written Action for February 12, 2003 Grant	UHGSL19953176-3177	December 7, 2007
UHGSL40002633	CEO Certificate for October 28, 2003 Grant	UHGSL21224272	January 26, 2008
UHGSL40001372-1373	Written Action for October 13, 1999 Grant	UHGSL21455459-5460	February 21, 2008
UHGSL40001721-1722	Written Action for March 8, 2000 Grant	UHGSL21455899-5900	February 21, 2008

Attached hereto as **Exhibit 1** are true and correct copies of the above-referenced documents, with a spreadsheet identifying some of the metadata information produced with the electronic versions of the documents [**FILED UNDER SEAL**].

7. Since January 2008, Plaintiffs have deposed over 40 current and former directors, employees and representatives of United.

6. Attached hereto as **Exhibit 2** is a true and correct copy of excerpts from the December 6, 2007 Report of the Special Litigation Committee.

8. Attached hereto as **Exhibit 3** is a true and correct copy of excerpts from the March 6, 2007 Form 10-K filed by United with the Securities and Exchange Commission.

9. Attached hereto as **Exhibit 4** is a true and correct copy of excerpts from the Expert Report of Brian T. Foley [**FILED UNDER SEAL**].

I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct.

Dated: May 27, 2008

s/ Katie C. Pfeifer
Katie C. Pfeifer